

TFC Contract No. 18-095-000
Raba Kistner, Inc.
Assignment No. 9
Project No. 18-009-8455

**INDEFINITE DELIVERY INDEFINITE QUANTITY
PROFESSIONAL SERVICES AGREEMENT
BETWEEN
THE TEXAS FACILITIES COMMISSION
AND
RABA KISTNER, INC.**

TFC CONTRACT NO. 18-095-000

ASSIGNMENT NO. 9

THIS INDEFINITE DELIVERY INDEFINITE QUANTITY ASSIGNMENT NO. 9 (hereinafter referred to as “Assignment No. 9” or “Assignment”) is entered into by and between the Texas Facilities Commission, located at 1711 San Jacinto Boulevard, Austin, Texas 78701 (hereinafter referred to as “TFC”) and Raba Kistner, Inc., located at 8100 Cameron Road, Suite B-150, San Antonio, Texas 78754 (hereinafter referred to as “PSP”) (TFC and PSP are hereinafter referred to individually as a “Party” or collectively as “Parties”), to be subject to the terms and conditions that follow:

DESCRIPTION OF PROJECT: The project for which PSP agrees to provide Professional Services is generally described as preparing and submitting to the Texas Commission on Environmental Quality (hereinafter referred to as “TCEQ”) a Voluntary Cleanup Program (“VCP”) application including all necessary backup documentation and a One Thousand and No/100 Dollars (\$1,000.00) application fee for the GJ Sutton Building located at 321 Center Street, San Antonio, Texas (hereinafter referred to as the “Project”), as further depicted in “Exhibit A-9,” PSP’s IDIQ Proposal No. PSF19-237-00 Assignment No. 9 Proposal dated August 37, 2019, attached hereto and incorporated herein for all purposes and consisting of four (4) pages.

DURATION OF ASSIGNMENT: The scope of services of this Assignment No. 9 shall be completed no later than December 31, 2020, unless terminated earlier as provided in Section 3.2 of the Agreement. The schedule is subject to adjustments for possible time extension; however, any extension of time must be approved by the TFC and shall require an amendment to Assignment No. 9.

SPECIAL TERMS AND CONDITIONS OF ASSIGNMENT: Terms and conditions shall be in accordance with the Agreement, any Special Conditions, and with this Assignment No. 9.

SUB-CONTRACTORS TO BE UTILIZED FOR PROJECT: PSP shall perform the services under this Assignment No. 9 with its own forces unless otherwise specified. If the scope of services is less than \$100,000.00, a HUB Subcontracting Plan (HSP) is not required. If the scope of services will exceed \$100,000.00, PSP shall submit an HSP for approval pursuant to Section 11.2 of the Agreement.

FEE FOR BASIC SERVICES: Fee for the services set forth in this Assignment No. 9 shall not exceed the sum of Seven Thousand Five Hundred and No/100 Dollars (\$7,500.00. No more

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frequently than once per month, PSP shall submit a Pay Application to TFC for services performed and reasonable and necessary costs and expenses incurred through the last day of the previous month. Any reimbursable expenses, if allowed, shall be in accordance with Section 4.6 of the Agreement.

IDENTIFICATION OF PSP PROJECT MANAGER AND ALL SUBCONTRACTOR: For this Assignment No. 9, PSP shall identify the Project Manager, PSP's employees and all subcontractors assigned to this project on the List of Project Manager and Subcontractors (hereinafter referred to as the "List"), attached hereto and incorporated herein for all purposes as "Exhibit B-9."

TFC reserves the right to approve the appointment of the PSP Project Manager and to demand that the Project Manager, and any of PSP's employees or subcontractors, be removed and replaced if, in the sole opinion of TFC, their performance on this project or any other projects, is and/or was inadequate or their continued involvement with the Project is, will, or has become detrimental to the timely and successful completion of the project.

The Project Manager and Subcontractors identified in the List shall not be replaced by PSP, nor shall any other subcontractors be engaged by PSP, unless prior written consent is obtained from TFC, which consent shall not be unreasonably withheld, conditioned, or delayed.

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ENTIRE AGREEMENT AND MODIFICATION: The Agreement and this Assignment and their integrated attachment(s) constitute the entire agreement of the Parties and such are intended as a complete and exclusive statement of the promises, representations, negotiations, discussions, and other agreements that may have been made in connection with the subject matter hereof. Unless an integrated attachment to this Assignment specifically displays a mutual intent to amend a particular part of this Assignment, general conflicts in language between any such attachment and this Assignment shall be construed consistently with the terms of this Assignment. Unless otherwise expressly authorized by the terms of this Assignment, no modification, renewal, extension, or amendment to this Assignment shall be binding upon the Parties unless the same is in writing and signed by the respective Parties hereto.

This Assignment shall be effective as of the date of the last Party to sign.

TEXAS FACILITIES COMMISSION

RABA KISTNER, INC.

DocuSigned by:
By: Mike Novak, Executive Director
B4C9FC0A8020417...

DocuSigned by:
By: Thomas Burr, Senior Vice President and COO
764F8EB39DFD407...

Mike Novak

Thomas Burr

Executive Director

Senior Vice President and COO

Date of execution: 10/25/2019 | 9:56 AM CDT

Date of execution: 10/25/2019 | 9:51 AM CDT

AGS GC

mm Dir

na DED

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EXHIBIT A-9

**PSP'S IDIQ PROPOSAL NO. PSF19-237-00 ASSIGNMENT NO. 9 PROPOSAL DATED
AUGUST 27, 2019**



8100 Cameron Road, Suite B-150
Austin, TX 78754

www.rkci.com

P 512 :: 339 :: 1745

F 512 :: 339 :: 6174

TBPE Firm F-3257

Proposal No. PSF19-273-00
August 27, 2019

Ms. Dorothy Spearman
Senior Project Manager
Facilities Design & Construction
Texas Facilities Commission
1711 San Jacinto Boulevard
Austin, Texas 78701

**RE: Proposal to Prepare a Texas Commission on Environmental Quality
Voluntary Cleanup Program Application
GJ Sutton Building
123 Center Street
San Antonio Texas**

Dear Ms. Spearman:

Raba Kistner, Inc. (RKI) is pleased to submit this proposal for environmental consulting services to the Texas Facilities Commission (CLIENT). This project will include preparation of a Voluntary Cleanup Program (VCP) application and agreement to enter the referenced Texas Commission on Environmental Quality (TCEQ) program to address the presence of historical contamination at the SITE. This proposal includes a brief description of pertinent project information in addition to our proposed scope of services. This proposal was prepared to formally define the proposed scope of services, our assumptions, time and cost information, project schedule, and procedures for authorization to initiate project activities

BACKGROUND

Raba Kistner Environmental, Inc. (RKEI) performed a Limited Site Investigation (LSI) on behalf of the Texas Facilities Commission in December 2010 (i.e., *RKEI Project No. ASF10-187-00, dated March 2, 2011*). The scope of work for the initial assessment included installation of 22 exploratory soil borings (i.e., GP-1 through GP-22) and the collection, screening and chemical analyses of subsurface soils. The LSI was focused specifically on a railroad spur line that traversed the SITE in addition to the perimeters of buildings that historically housed an engine factory, machine shops, and a foundry operation.

Analytical data and field observations indicated generally low-level residual petroleum hydrocarbon and heavy metals impacts to soils and groundwater beneath the SITE likely associated with former industrial operations. Sampling data indicated that reported impacts to surface and near-surface soils are widely distributed throughout the interior portion of the SITE in areas corresponding to: a former gas engine factory (GP-13); rail spur line and product storage (GP-17); rail spur line and coal bin staging area for foundry (GP-20); and rail spur line and machine shop area (GP-21).

Proposal No. PSF16-247-00
June 15, 2016

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On the basis of initial LSI findings and in accordance with our study recommendations, **RKEI** was subsequently engaged to conduct a Supplemental Subsurface Investigation (SSI) in August 2012 (i.e., *RKEI Project No. ASF10-187-02, dated October 23, 2012*). A total of 12 exploratory soil borings were installed as part of the SSI, utilizing direct-push sampling methods in accordance with standard environmental drilling and sampling protocols. Based on the collective subsurface investigation findings, additional environmental sampling activities were recommended at the SITE, but particularly in the vicinity of exploratory borings GP-13, GP-20, and GP-21, where most significant impacts were identified. Additional environmental sampling at regular grid spacing was recommended to further evaluate large areas of the SITE formerly hosting industrial operations that were not assessed as part of the LSI study effort.

A brief summary of assessment findings is provided in the following bullets:

- Collective assessment findings indicate residual petroleum hydrocarbon and heavy metals impacts to soils beneath the SITE, likely associated with former industrial operations. Data generated as part of the SSI corroborate initial findings and provide delineation and definition to environmental conditions identified in the LSI. Analytical results indicate that residual soil contamination is present in the western portion of the SITE.
- Heavy metals are present in soils at the SITE in concentrations exceeding Texas Specific Background (TSB) levels defined by the TCEQ. In particular, elevated arsenic, barium, cadmium, lead and mercury were noted at a variety of locations and depth intervals across the SITE. These results are not unexpected, given the industrial history of the SITE. In general, significant concentrations of heavy metals correspond to those locations that exhibit hydrocarbon impact. With the exception of lead and mercury values reported at GP-13, none of the reported metals concentration exceeds protective concentration levels (PCLs) considered protective of human exposure in a residential land use setting. As discussed previously, boring GP-13 penetrated a mound of soil suspected of containing construction and/or demolition debris.
- SPLP testing indicated that the majority of the metals in soils were not readily leachable (essentially inert) and, as such, do not pose a threat to human health or the environment in a residential land use setting. **RKEI** concluded that current environmental conditions in soils do not constitute a threat to shallow groundwater beneath the SITE.

PURPOSE AND SCOPE

Based on discussions with the Texas Facility Commission, it has been requested that an application be submitted to the TCEQ to begin the regulatory process to enter the Voluntary Cleanup Program (VCP). The VCP provides administrative, technical, and legal incentives to encourage cleanup of contaminated sites in Texas. The program is open to responsible and non-responsible parties (e.g., future lenders and landowners). Non-responsible parties receive protection from liability to the State of Texas for cleanup of sites under the VCP. Parties entering the VCP must submit an application, an assessment report describing the contaminated area of concern, and a \$1,000 application fee. Upon acceptance of the application, the applicant must sign an agreement that describes a schedule of events necessary to achieve cleanup and confirms that the applicant has agreed to pay all VCP oversight costs (e.g., costs for review of corrective action work plans / reports, meetings, etc.)

After completion of the cleanup/corrective action process, the parties will receive a Certificate of Completion (COC) from the TCEQ, which states that all non-responsible parties are released from all liability to the State of Texas for cleanup of areas covered by the certificate. The primary benefit of the COC, is that the release of liability is legally transferable to future property owners. Based on our recent communications with the CLIENT,

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we understand that future development plans for the SITE may involve residential land use. Obtaining a Certificate of Completion (COC) from the TCEQ would provide the greatest indemnification from environmental liability available to current property ownership.

The scope of work for this project will consist of the preparation and submittal of the following documents:

- VCP Application (Form TCEQ-10241);
- VCP Agreement (Form TCEQ-10242);
- Self-Implementation Notice (Form TCEQ-10323); and
- Core Data Form (TCEQ 10400), if necessary.

In order to prepare an adequate submittal in accordance with TCEQ requirements, it is anticipated that **RKEI** will utilize previous assessment results taken from the referenced 2011 and 2012 reports. It is anticipated that pertinent information will be incorporated into the VCP application will include the following:

- A summary and description of historical land use activities that likely contributed to the emplacement environmental contaminants in soils;
- Synopsis of environmental sampling data and discussion pertaining to the nature and extent of environmental contamination within SITE boundaries; and
- Potential for adverse risk to human health and environment owing to contamination at the SITE.

RKI will prepare the application and submit it to TCEQ on behalf of the CLIENT

Monthly status reports to the designated TCEQ case coordinator will be required one the SITE is formally accepted into the VCP. **RKI** will also coordinate with the TCEQ coordinator to develop a schedule for submittal of the regular monthly status reports.

PROJECT COST AND DURATION

RKI will perform the scope of services described herein for an **Estimated Fee of \$7,500.⁰⁰**. In the event that additional services are requested by CLIENT and/or necessary to complete project activities, **RKI** will provide a cost estimate under separate cover and solicit authorization from CLIENT before proceeding with additional work. Additional costs, if authorized as part of this project, will be billed in accordance with our standard fees for professional services and unit rates for equipment and laboratory services shown on our latest fee schedules for these services.

Please note that VCP Agreement requires that the applicant or authorized agent confirm that it will agree to pay all VCP oversight costs. To this end, an initial application fee of \$1,000 (i.e., check made out to the TCEQ) must be included with the application. Whether the entire \$1,000, or more, is used during the project depends upon the amount of time that the TCEQ project manager spends in an oversight role. For budgetary purposes, it is assumed that **RKI** will prepare the initial check for \$1,000 to be included as part of the VCP application package.

It is estimated that the scope of services will be completed within 2-3 weeks after we receive written authorization to proceed.

ASSUMPTIONS

The following assumptions were made with regard to the scope of services described herein:

1. This proposal does not include any additional environmental assessment or construction-phase services. Following the completion of project activities described herein, and formal acceptance of

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the SITE into the VCP, RKI will provide a separate cost proposal to provide supplemental assessment and TCEQ reporting activities as necessary to address Affected Property Assessment (APA) requirements for regulatory closure.

2. Costs provided herein do not include the following activities that will likely be necessary to obtain regulatory closure through the VCP:

- Additional supplemental subsurface assessment,
- Development of an Affected Property Assessment Report,
- Development/Preparation of a Self-Implementation Notice (SIN) pertaining to the removal and disposal of affected soils;
- Preparation of a Response Action Completion Report (RACR).

ACCEPTANCE

We appreciate the opportunity to work with you on this important assignment, which will be carried out in accordance with this letter and We appreciate the opportunity to submit this proposal and look forward to working with you in the execution of this project. This proposal and scope of services will be conducted in accordance with TFC Contract No. 18-095-00 Indefinite Delivery Indefinite Quantity Professional Service Agreement between the Texas Facilities Commission and Raba Kistner, Inc.

The scope and fees associated with this proposal are valid for 120 days from issuance.

RKI considers the data and information contained in this proposal to be proprietary. This statement of qualifications and any information contained herein shall not be disclosed and shall not be duplicated or used in whole or in part for any purpose other than to evaluate this proposal.

Very truly yours,

RABA KISTNER, INC.



Brian D. Strye
Environmental Project Manager



Richard V. Klar, P.G.
Vice President

BDS/RVK/bc

Copies Submitted: Above (1 Electronic PDF Copy)

Accepted by _____
(Signature)

(Type or Printed Name)

(Title)

Date _____

Acceptance of this proposal shall be upon execution of Assignment No. 9 under TEC IDIQ Contract No. 18-095-000.

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Raba Kistner, Inc.
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EXHIBIT B-9

LIST OF PSP'S PROJECT MANAGER AND SUBCONTRACTORS

**LIST OF PSP PROJECT MANAGER
AND
SUBCONTRACTORS
(Name, Company Name, Address & Contact Person (Project Manager))**

A. PSP Project Manager:		Brian Strye RKCI 12821 W. Golden Lane San Antonio Texas 78249 210-699-9090 bstrye@rkci.com
B. Subcontractors:		
	1.	none
	2.	_____ (Name) _____ (Company) _____ (Address) _____ (Cell #) _____ (Email)
	3.	_____ (Name) _____ (Company) _____ (Address) _____ (Cell #) _____ (Email)
	4.	_____ (Name) _____ (Company) _____ (Address) _____ (Cell #) _____ (Email)